

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re : Chapter 11  
: :  
CHOXI.COM, INC., a/k/a NOMORERACK.COM, : Case No. 16-13131 (SCC)  
INC :  
: :  
Debtor. :  
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**ORDER TO SHOW CAUSE SCHEDULING HEARING ON SHORTENED NOTICE ON  
THE DEBTOR’S MOTION PURSUANT TO SECTIONS 105(a), 332 AND 363 OF THE  
BANKRUPTCY CODE AND BANKRUPTCY RULES 2002 AND 6004 (A) FOR AN  
ORDER (i) APPROVING LICENSE AGREEMENT WITH STALKING HORSE  
BIDDER ON AN INTERIM BASIS, (ii) SCHEDULING BID PROCEDURES HEARING  
AND (iii) DIRECTING THE APPOINTMENT OF A CONSUMER PRIVACY  
OMBUDSMAN, (B) FOR AN ORDER (i) APPROVING BID PROTECTIONS, (ii)  
APPROVING BID PROCEDURES, (iii) SCHEDULING AN AUCTION AND FINAL  
HEARING AND (iv) APPROVING THE FORM AND MANNER OF NOTICE  
THEREOF AND (C) FOR AN ORDER APPROVING LICENSE AGREEMENT ON A  
FINAL BASIS OR SALE TO SUCCESSFUL BIDDER FREE AND CLEAR OF ALL  
LIENS, CLAIMS AND ENCUMBRANCES**

Upon the motion (the “Motion”)<sup>1</sup> of Choxi.com, Inc. (the “Debtor”), the debtor and debtor-in-possession in the above-captioned chapter 11 case, for entry of an order (the “Order”) under sections 105(a), 332 and 363 of Title 11 of the United States Code (the “Bankruptcy Code”) and Rules 2002 and 6004 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) (A) for an order (the “Interim Order”) (i) approving the License Agreement between the Debtor, on the one hand, and N.D. Gems Inc. and 9th LLC (together, the “Stalking Horse Bidder”), on the other hand, annexed to the Motion as Exhibit A (the “License Agreement”) on an interim basis, subject to higher and better offers as may emerge at Auction; (ii) scheduling the Bid Procedures Hearing and (iii) directing the appointment of a consumer privacy ombudsman under Section 332 of the Bankruptcy Code; (B) for an order (the “Bid

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<sup>1</sup> Terms capitalized but not defined herein shall have the meanings ascribed to them in the Motion.

Procedures Order”) (i) approving the Bid Protections; (ii) approving the Bid Procedures; (iii) scheduling the Auction and Final Hearing; and (iv) approving the form and manner of notice thereof; and (C) for an order (the “Final Order”) approving the License Agreement on a final basis or authorizing the license or sale of the Licensed Property to the Purchaser, free and clear of all liens, claims and encumbrances [Docket No. 11]; and upon the *Affidavit of Tracy L. Klestadt Pursuant to Local Bankruptcy Rule 9077-1 in Support of Order to Show Cause Scheduling Hearing on Shortened Notice* on the Motion [Docket No. 12]; and it appearing that consideration of the Motion on an expedited basis is in the best interests of the Debtor, its estate, its creditors, its stakeholders and other parties in interest; and after due deliberation thereon and sufficient cause appearing therefor; it is hereby

**ORDERED, ADJUDGED AND DECREED that:**

1. Pursuant to Bankruptcy Rule 9006(c), ample cause has been shown for a reduction of time for notice of consideration of the Motion and entry of the Interim Order.
2. The relief requested in the Motion and entry of the Interim Order shall be considered on **December 8, 2016 at 10:00 a.m. (Prevailing Eastern Time)** (the “Interim Hearing”) before the Honorable Shelley C. Chapman at the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, NY 10004, Courtroom 623.
3. Notice of the Interim Hearing on the Motion shall be given by serving a copy of this Order to Show Cause, the Motion, and all exhibits thereto and hereto via facsimile, email, overnight mail, or hand delivery, on or before **December 6, 2016 at 5:00 p.m. (Prevailing Eastern Time)** on the Notice Parties set forth in the Motion, which service shall constitute good and sufficient notice thereof.
4. The Debtor is authorized and empowered to take all actions necessary to

implement the relief granted in this Order to Show Cause.

5. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation or interpretation of this Order to Show Cause.

Dated: New York, New York  
December 8, 2016

/S/ Shelley C. Chapman  
HONORABLE SHELLEY C. CHAPMAN  
UNITED STATES BANKRUPTCY JUDGE